



BellSouth Telecommunications, Inc.
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Guy M. Hicks
General Counsel

June 7, 2000

VIA HAND DELIVERY

David Waddell, Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37238

Re: *Petition for Arbitration of BlueStar Networks, Inc. with BellSouth
Telecommunications, Inc. Pursuant to the Telecommunications Act of 1996*
Docket No. 99-00945

Dear Mr. Waddell:

Enclosed are the original and thirteen copies of an Agreed Motion to Modify Schedule
and Procedural Order.

Very truly yours,

Guy M. Hicks

GMH:ch
Enclosure

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee

In Re: *Petition for Arbitration of BlueStar Networks, Inc. with BellSouth Telecommunications, Inc. Pursuant to the Telecommunications Act of 1996*

Docket No. 99-00945

AGREED MOTION TO MODIFY SCHEDULE
AND PROCEDURAL ORDER

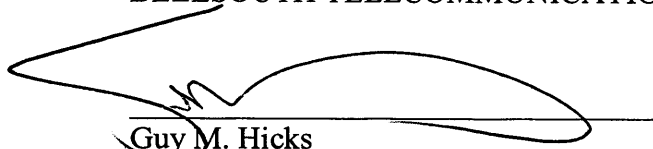
BellSouth Telecommunications, Inc. ("BellSouth") and BlueStar Networks, Inc. ("BlueStar") request that the procedural schedule for this arbitration be modified as set forth below. BellSouth and BlueStar remain engaged in substantive settlement negotiations regarding the remaining four issues in this arbitration proceeding and believe that a modification of the current schedule would facilitate those settlement discussions. The current schedule provides that responses to discovery are due June 7, 2000; the filing of direct testimony is due on June 14, 2000; and the filing of rebuttal testimony is due on June 21, 2000. No hearing date has been scheduled.

As evidenced by their signatures below, the parties have agreed to a two-week extension of these dates and propose that responses to discovery be filed June 21, 2000; direct testimony be filed June 28, 2000; and rebuttal testimony be filed July 7, 2000. All filings will be made by 2:00 p.m.

For the foregoing reasons, the Tennessee Regulatory Authority should grant the Agreed Motion to Modify Schedule and Procedural Order.

Respectfully submitted,

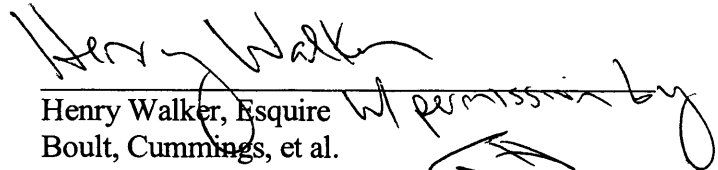
BELLSOUTH TELECOMMUNICATIONS, INC.



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R. Douglas Lackey
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BLUESTAR NETWORKS, INC.



Henry Walker, Esquire
Boult, Cummings, et al.
414 Union Ave., #1600
P. O. Box 198062
Nashville, TN 39219-8062

APPROVED:

Hon. Gary Hotvedt, Hearing Officer

CERTIFICATE OF SERVICE

I hereby certify that on June 7, 2000, a copy of the foregoing document was served on the parties of record, via the method indicated:

- ☒ Hand
- ☐ Mail
- ☐ Facsimile
- ☐ Overnight

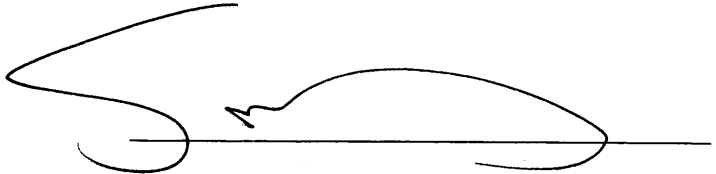
Richard Collier, Esquire
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0500

- ☐ Hand
- ☒ Mail
- ☐ Facsimile
- ☐ Overnight

Michael B. Bressman, Esquire
BlueStar Networks
401 Church St., 24th Fl.
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- ☐ Hand
- ☐ Mail
- ☒ Facsimile
- ☐ Overnight

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Boult, Cummings, et al.
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A handwritten signature in black ink, consisting of a large, stylized 'S' or 'W' shape, followed by a horizontal line and a small flourish.